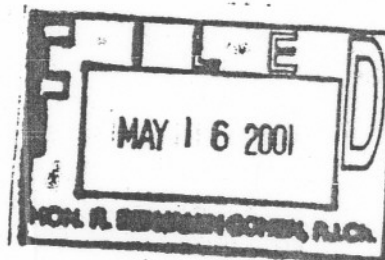


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SUPERIOR COURT OF NEW JERSEY  
CHANCERY DIVISION - GENERAL EQUITY  
COUNTY OF ESSEX  
DOCKET NO. ESX-C-355-99

JOHN J. FARMER, JR.  
ATTORNEY GENERAL OF NEW JERSEY  
on behalf of  
FRANKLIN L. WIDMANN, CHIEF OF  
THE NEW JERSEY BUREAU OF  
SECURITIES

Plaintiffs,

v.

MILLENNIUM INTERACTIVE  
TECHNOLOGIES CORPORATION,  
f/k/a/ EXETER FINANCIAL SERVICES  
CORPORATION, DAVID HELMSTETTER,  
INGRID GRAY, STUART LEFFLER,  
LOUIS KOWAL, and ISAAC MILSTEIN

Defendants.

Civil Action

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) FINAL JUDGMENT AGAINST MILLENNIUM  
) INTERACTIVE TECHNOLOGIES CORP. f/k/a  
) EXETER FINANCIAL SERVICES CORP.,  
) DAVID HELMSTETTER AND LUCIEN KOWAL  
) INCLUDING PERMANENT INJUNCTIVE RELIEF,  
) RESTITUTION AND CIVIL MONETARY PENALTIES

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This matter having been presented to the Court on application of John J. Farmer, Jr., Attorney General of New Jersey, on behalf of Franklin L. Widmann, Chief of the New Jersey Bureau of Securities (hereinafter "Bureau") (Adolfo J. Anzola, Deputy Attorney General, appearing), pursuant to the Uniform Securities Law (1997), N.J.S.A. 49:3-47 et seq. (hereinafter the "Uniform Securities Law"), and the Court

orally having issued a decision from the Bench on April 24, 2001, granting final judgment to Plaintiffs, imposing civil penalties, restitution and permanent injunctions against defendants; and the Court previously having granted Plaintiffs' Summary Judgment Motion as to Counts 1, 2, 3, 6, 7, and 9 against Millennium Interactive Technologies Corp. f/k/a Exeter Financial Services Corp. (hereinafter "Millennium") and Counts 1, 2, 3, 6, 7, and 8 against David Helmstetter (hereinafter "Helmstetter"); and Millennium and David Helmstetter having stipulated to liability as to the remaining counts and not opposing damages; and Lucien Kowal (hereinafter "Kowal") having defaulted; and the Court having considered the testimony, exhibits admitted into evidence and matters judicially noticed thereat; and the Court having considered such along with the arguments of counsel and for good cause shown;

IT IS on this 16<sup>th</sup> day of May, 2001; **ADJUDICATED** that:

1. Final Judgment is granted in favor of Plaintiffs as to Count 5 against Millennium;
2. Final Judgment is granted in favor of Plaintiffs as to Counts 4, 5, and 9 against Helmstetter;
3. Final Judgment is granted in favor of Plaintiffs as to Counts 4, 6, 7, and 8 against Kowal; and that Plaintiffs, having failed to meet their burden of proof with regard to Count 5, Count 5 as to Kowal is dismissed.

**IT IS FURTHER ORDERED AND ADJUDICATED** that civil penalties, restitution and injunctive relief is granted as follows:

**CIVIL MONETARY PENALTIES**

4. Defendant Millennium is and shall be liable to the Bureau for one million dollars (\$1,000,000) as a civil monetary penalty, which is to be paid as follows:
  - a. The first payment of two hundred thousand dollars (\$200,000) shall be paid within 270 days of the date of this Final Judgment; and

b. — Thereafter, payments of two hundred thousand dollars (\$200,000) shall be paid per year, for four years, on the anniversary date of the 270 days of the date hereof.

5. Defendant Helmstetter is and shall be liable to the Bureau for one million dollars (\$1,000,000) as a civil monetary penalty, which is to be paid as follows:

a. The first payment of two hundred thousand dollars (\$200,000) shall be paid within 270 days of the date of this Final Judgment; and

b. Thereafter, payments of two hundred thousand dollars (\$200,000) shall be paid per year, for four years, on the anniversary date of the 270 days of the date hereof.

6. Plaintiffs are granted the right to review the source or sources of any funds utilized to pay such civil monetary penalties.

7. Defendant Kowal is and shall be liable to the Bureau for five thousand dollars (\$5,000) as a civil monetary penalty, which is to be paid as follows:

a. The first payment of one thousand dollars (\$1,000) shall be paid within 30 days of the date of this Final Judgment; and

b. Thereafter, payments of one thousand dollars (\$1,000) shall be paid per year, for four years, on the anniversary date of the 30 days of the date hereof.

8. All payments shall be made by certified check, money order or any other form of guaranteed funds. Said payments shall be made payable to the New Jersey Bureau of Securities, and delivered to the Bureau Chief of the Bureau of Securities located at 153 Halsey Street, 6th Floor, Newark, New Jersey 07101.

#### **RESTITUTION**

9. Defendants Millennium and Helmstetter are and shall be jointly and severally liable for the payment of \$851,000 to the purchasers of securities in Millennium f/k/a/ Exeter in the following manner:

a. The first payment of \$451,000 shall be paid within 90 days of the date of this Final Judgment; and

b. The remaining \$400,000 shall be paid within 180 days of the date of this Final Judgment.

10. Plaintiffs are granted the right to review the source or sources of any funds utilized to pay said restitution.

11. Plaintiffs are to supervise the distribution of any restitution funds paid to the victims on a pro rata basis.

12. If the restitution is paid in full pursuant to the terms contained herein, Defendants Millennium and Helmstetter, may move before this Court, on notice to the Plaintiffs, for a reduction of up to five hundred thousand dollars (\$500,000) each of the one million dollars (\$1,000,000) civil penalties assessed against each defendant.

#### PERMANENT INJUNCTIVE RELIEF

13. Defendant Millennium, ~~any of its agents, employees, and attorneys, and such persons in active concert or participation with any of them, as receive actual notice of this Final Judgment, by personal service or otherwise,~~ <sup>is</sup> hereby permanently restrained and enjoined from the issuance, sale, offer for sale, solicitation, promotion, negotiation, advertisement or distribution into, from or within the State of New Jersey, of any securities. Defendant Millennium is also permanently restrained and enjoined from applying for registration in any capacity with the New Jersey Bureau of Securities.

a. However, if after five (5) years from the date hereof, if Millennium has paid in full all the restitution and civil penalties in a timely manner as set forth herein, Millennium may move before this Court, on notice to Plaintiffs, for the permanent bar to be either vacated or reduced in time.

14. Defendant Helmstetter, ~~any of his agents, employees, and attorneys, and such persons in active~~

*pd* ~~concert or participation with any of them, as receive actual notice of this Final Judgment, by personal~~

<sup>is</sup>  
~~service or otherwise, are~~ hereby permanently restrained and enjoined from the issuance, sale, offer for sale, solicitation, promotion, negotiation, advertisement or distribution into, from or within the State of New Jersey, of any securities. Defendant Helmstetter is also permanently restrained and enjoined from applying for registration in any capacity with the New Jersey Bureau of Securities.

a. However, if after five (5) years from the date hereof, Helmstetter has paid in full all the restitution and civil penalties in a timely manner as set forth herein, Helmstetter may move before the Court, on notice to Plaintiffs, for the permanent bar to be either vacated or reduced in time.

15. Defendant Kowal is hereby restrained and enjoined, for a period of five (5) years, from the issuance, sale, offer for sale, solicitation, promotion, negotiation, advertisement or distribution into, from or within the State of New Jersey of the Millennium securities, and is restrained and enjoined for a period of five (5) years from applying for registration in any capacity with the New Jersey Bureau of Securities.

a. However, if Kowal has paid in full all the civil penalties in a timely manner as set forth herein, Kowal may move before the Court, on notice to Plaintiffs, for the bar to be either vacated or reduced in time.

**IT IS FURTHER ORDERED AND ADJUDICATED that:**

16. Should Defendants Millennium and Helmstetter fail to pay the aforementioned civil penalties and restitution, Plaintiffs may make an application to this Court to recover from Defendants Millennium and Helmstetter Plaintiffs' cost of collection, including counsel fees.

17. Should Defendant Kowal fail to pay the aforementioned civil penalty, Plaintiffs may make an application to this Court to recover from Defendant Kowal Plaintiffs' cost of collection, including counsel

fees.

*plc* 18. ~~This Court retains full jurisdiction to enforce any and all of the provisions of this Judgment.~~

**HON. R. BENJAMIN COHEN**

Hon. R. Benjamin Cohen, P.J.S.C.